

CORPORATE CHARTER APPROVAL SHEET

EXPEDITED SERVICE

** KEEP WITH DOCUMENT **

DOCUMENT CODE TCI BUSINESS CODE _____

17-05-3567658 / 17-05-041200

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____



Affix Barcode Label Here
ID # 00000019 ACK # 1000361997190743
PAGES: 0004
SCP 2004E-539 LLC

Surviving (Transferee) _____

11/03/2008 AT 02:01 P WO # 0001645072

New Name _____

FEES REMITTED

Base Fee:	_____
Org. & Cap. Fee:	_____
Expedite Fee:	_____
Penalty:	_____
County State Recordation Tax:	<u>19958</u>
State Transfer Tax:	<u>19955</u>
Certified Copies	_____
Copy Fee:	_____
Certificates	_____
Certificate of Status Fee:	_____
Personal Property Filings:	_____
Mail Processing Fee:	_____
Other: County Transfer	<u>55875</u>
TOTAL FEES:	<u>95808</u>

_____	Change of Name
_____	Change of Principal Office
_____	Change of Resident Agent
_____	Change of Resident Agent Address
_____	Resignation of Resident Agent
_____	Designation of Resident Agent and Resident Agent's Address
_____	Change of Business Code
_____	Adoption of Assumed Name
_____	_____
_____	Other Change(s)
_____	_____

Credit Card _____ Check _____ Cash _____

Documents on _____ Checks

Approved By: 9

Keyed By: _____

COMMENT(S):

Code _____
Attention: Douglas Peter
Mail: Name and Address Liechty & McGinnis, P.C.
119 10 Greenville Ave
400
Dallas TX 75243

Stamp Work Order and Customer Number HERE

CUST ID: 0002202034
WORK ORDER: 0001645072
DATE: 11-03-2008 02:01 PM
AMT. PAID: \$95,808.00

Office Use Only

REPORT OF TRANSFER OF CONTROLLING INTEREST

(Please read the instructions below before completing this form)

RECEIVED
DEPARTMENT OF
ASSESSMENTS & TAXATION
2008 OCT 23 AM 11:37

1. Type of filing: Regular Permissive

2. Date of final transfer: October 16, 2008

3. Name of Real Property Entity whose interest is being transferred: SCP 2004E-539 LLC

4. Mailing address for Real Property Entity: XVX Holding LLC, 20 Community Place,
Morristown, NJ 07960

5. Type of Real Property Entity: Corp LLC LP GP or Joint Venture
 Unincorporated REIT Other-specify _____

6. State of formation: Delaware

7. Total consideration for the controlling interest being transferred: \$ 3,991,049.49

8. List below the value attributable to each of the following assets:

a) Maryland Real Property	\$	<u>3,991,049.49</u>
b) Non-Maryland Real Property	\$	<u>0.00</u>
c) Cash	\$	<u>0.00</u>
d) Securities	\$	<u>0.00</u>
e) Maryland Tangible Personal Property*	\$	<u>0.00</u>

*Provide SDAT personal property account # for each return:

f) Non-Maryland Tangible Personal Property	\$	<u>0.00</u>
g) Other: Attach description and method of valuation	\$	<u>0.00</u>

9. Gross value of Real Property Entity assets: \$ 3,991,049.49

10. Real property in Maryland directly or beneficially owned by the Real Property Entity:

Parcel 1:

Prince George's 05-3567658 CVS #1457, 11906 Livingston Road, Fort Washington
 County Name SDAT Account No. Address or brief description

Description of building/improvements: _____

Title holder if different from Item 3 above: Samuel T. Wood

Consideration attributable to the parcel: \$ 3,991,049.49

Parcel 2:*

Prince George's 05-0412007 Livingston Road, Fort Washington
 County Name SDAT Account No. Address or brief description

Description of building/improvements: _____

Title holder if different from Item 3 above: Livingston of Fort Washington LLC

Consideration attributable to the parcel: \$ 0.00

*If more than two parcels, attach a separate sheet and indicate total number of parcels: _____

11. Specify and explain any exemptions authorized by law being claimed with this filing:

(Attach a separate sheet if more space is required).

N/A

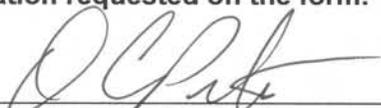
12. Transfer and Recordation taxes paid with this filing:

Item 7 amount: \$	<u>3,991,049</u>	x	<u>3,991,049</u>	= \$	<u>3,991,500</u>	x	<u>2.5/500</u>	= \$	<u>19,958</u>
			Item 8a amount		Total amount		Co. Rate		Co. Recordation
Item 9 amount: \$	<u>3,991,049</u>			\$	<u>3,991,049</u>	x	<u>0.5%</u>	= \$	<u>19,955</u>
					Total amount		St. Rate		State Transfer
				\$	<u>3,991,049</u>	x	<u>1.4%</u>	= \$	<u>55,875</u>
					Total amount		Co. Rate		Co. Transfer

Total Taxes \$ 95,788

Add the \$20 filing fee to the amount of the total taxes and make the check payable to the State Department of Assessments & Taxation.

13. I hereby declare under the penalties of perjury, pursuant to § 1-201 of the Maryland Tax-Property Code Annotated, that this filing (including any accompanying forms and attachments) has been examined by me and the information contain herein, to the best of my knowledge and belief, is true, correct and complete, that I am authorized to make this filing on behalf of the Real Property Entity, that I have accurately reported the percentage of controlling interest being transferred, that I have fully reported the consideration attributable to Maryland Real Property, and that I have answered truthfully each item of information requested on the form.


 Signature of authorized filer

11/24/08
 Date

CUST ID: 0002202034
 WORK ORDER: 0001645072
 DATE: 11-03-2008 02:01 PM
 AMT. PAID: \$95,808.00

14.) Contact information for this filing:

Douglas C. Peter, Esquire @ Liechty & McGinnis, P.C.

(214) 265-0008

Name		Telephone	
11910 Greenville Avenue, Suite 400	Dallas,	TX	75243
Address	City	State	Zip code